



# St. Louis Southwestern Railway Company

RECORDATION NO. 7077-P  
SEP 2 1982  
Southern Pacific Building • One Market Plaza • San Francisco, California 94105

SEP 2 - 1982 12 45 PM  
INTERSTATE COMMERCE COMMISSION

August 30, 1982

2-245A064

Ms. Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue  
Washington, D.C. 20423

No. SEP 02 1982  
Date.....  
Fee \$ 10.00

ICC Washington, D. C.

RE: ICC Finance Docket No. 27387 ---  
St. Louis Southwestern Railway Company  
Equipment Trust Agreement, Series B

Dear Ms. Mergenovich:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and three (3) fully executed counterparts of Fourth Supplement dated as of August 31, 1982, to Equipment Trust Agreement dated as of June 1, 1973, creating St. Louis Southwestern Railway Company Equipment Trust, Series B, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of June 1, 1973, recorded on June 22, 1973, at 3:00 PM, assigned Recordation No. 7077;

First Supplement to Equipment Trust Agreement dated as of December 7, 1979, recorded on December 14, 1979, at 4:10 PM, assigned Recordation No. 7077-A;

Second Supplement to Equipment Trust Agreement dated as of June 2, 1980, recorded on August 22, 1980, at 2:40 PM, assigned Recordation No. 7077-B; and

Third Supplement to Equipment Trust Agreement dated as of August 1, 1982, recorded on August 11, 1982, at 10:50 AM, assigned Recordation No. 7077-C.

a Southern Pacific subsidiary

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In connection with the recording of the Fourth Supplement dated August 31, 1982, to the Equipment Trust Agreement dated June 1, 1973, the following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Name and Address of Trustee - Lessor:

First Pennsylvania Bank, N.A.  
Fifteenth and Chestnut Streets  
Philadelphia, Pennsylvania 19101

Name and Address of Lessee - Guarantor:

St. Louis Southwestern Railway Company  
Southern Pacific Building  
One Market Plaza  
San Francisco, California 94105

General Description of the Equipment  
Covered by the Fourth Supplement:

66	70-ton box cars; Gunderson, Inc. (now FMC Corporation), builder; lettered SSW and numbered 66339, 66355, 66374 to 66407, 66409 to 66419, and 66429 to 66447.
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When the recording of the Fourth Supplement to Equipment Trust Agreement has been completed, will you kindly endorse, with the pertinent recording information, all executed counterparts thereof which are presented to you by our representative herewith, and return the remainder to her.

Very truly yours,

  
James J. Trabucco  
Attorney

Enclosures

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ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

EQUIPMENT TRUST

SERIES NO. B

RECORDED 7077-D  
SEP 2 - 1982 - 12 45 PM  
INTERSTATE COMMERCE COMMISSION

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FOURTH

SUPPLEMENT TO EQUIPMENT TRUST

Dated as of August 31, 1982

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FIRST PENNSYLVANIA BANK, N.A.

TO

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

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SUPPLEMENT TO EQUIPMENT TRUST, dated as of the thirty-first day of August, 1982, between First Pennsylvania Bank, N.A. (formerly The First Pennsylvania Banking and Trust Company), a corporation duly organized and existing under the laws of the Commonwealth of Pennsylvania, Trustee as hereinafter mentioned (hereinafter called the "Trustee"), party of the first part, and St. Louis Southwestern Railway Company, a corporation duly organized and existing under the laws of the State of Missouri (hereinafter called the "Company"), party of the second part:

WHEREAS, by a certain Equipment Trust, dated as of June 1, 1973, there was constituted the St. Louis Southwestern Railway Company Equipment Trust, Series No. B (hereinafter called the "Equipment Trust"), under which certain railroad equipment was transferred to and the title thereto vested in the Trustee thereunder and was leased to St. Louis Southwestern Railway Company; and

WHEREAS, certain flat cars (hereinafter collectively called "Unsuitable Equipment") comprising said equipment have become unsuitable for use, and in accordance with the provisions of said Equipment Trust, the Company has assigned and transferred to the Trustee other standard-gauge railroad equipment (hereinafter called the "Replacement Equipment"), other than work equipment, hereinafter specifically described, free from all liens and encumbrances, at least equal to the fair value, determined as provided in the Equipment Trust, of the railroad equipment unsuitable for use; and

WHEREAS, the Equipment Trust provides that upon the transfer and delivery of said other railroad equipment to the Trustee, the same shall be and become part of the Trust Equipment:

WITNESSETH:

That First Pennsylvania Bank, N.A., Trustee, as aforesaid (acting in pursuance of the Equipment Trust), party of the first part, for and in consideration as well as the sum of one dollar to it paid by the Company, party of the second part, at or before the unsealing and delivery hereof, the receipt of which is hereby acknowledged, as of the rents and covenants provided in the Equipment Trust to be paid, kept and performed by the Company, has let and leased, and does hereby let and lease to the Company as part of the Trust Equipment of St. Louis Southwestern Railway Company Equipment Trust, Series No. B, the railroad equipment hereinafter described, to wit:

<u>Number of Units</u>	<u>Description</u>
67	70-ton box cars; Gunderson, Inc. (now FMC Corporation), builder; lettered SSW and numbered 66339, 66355, 66374 to 66407, 66409 to 66419, and 66429 to 66448.

TO HAVE AND TO HOLD, as a part of the Trust Equipment, subject to all of the terms and conditions of the Equipment Trust.

This Fourth Supplement may be simultaneously executed in several counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Trustee, acting in accordance with the terms and conditions of the Equipment Trust, and the Company, pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of the day and year first above written.

FIRST PENNSYLVANIA BANK, N.A., Trustee

By *Arthur J. ...*  
Senior Corporate Trust Officer  
and Assistant Secretary

Attest:

*[Signature]*  
Assistant Secretary

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

By *E. J. Seely*  
Treasurer

Attest:

*J. J. ...*  
Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA     )  
  )  
CITY AND COUNTY OF PHILADELPHIA   )   ss.

On this 26<sup>th</sup> day of August, 1982, before me personally appeared PHYLLIS M. GIULIANTE, to me personally known, who, being by me duly sworn, says that she is Senior Corporate Trust Officer and Assistant Secretary of FIRST PENNSYLVANIA BANK, N.A.; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynne N. McCorry  
Notary Public

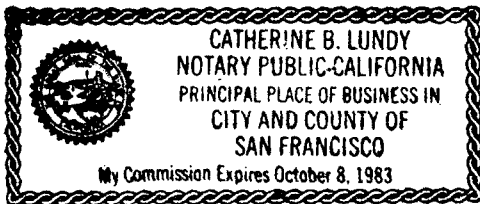
LYNNE N. MCCORRY  
Notary Public, Phila., Phila. Co.  
My Commission Expires May 5, 1986

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

)  
)  
) ss.

On this 25th day of August, 1982, before me personally appeared E. F. GRADY, to me personally known, who, being by me duly sworn, says that he is Treasurer of ST. LOUIS SOUTHWESTERN RAILWAY COMPANY; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Catherine B. Lundy  
Notary Public